

Edgar Filing: SUN COMMUNITIES INC - Form SC 13G

SUN COMMUNITIES INC
Form SC 13G
February 14, 2006

OMB APPROVAL

OMB Number: 3235-0145

Expires: February 28, 2006
Estimated average burden
hours per response..... 11

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Sun Communities, Inc.

(Name of Issuer)

Common Stock, par value \$.01 per share

(Title of Class of Securities)

866674104

(CUSIP Number)

December 31, 2005

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 011537316

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1 NAMES OF REPORTING PERSONS

Wesley Capital Management, LLC

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):
52-2280947

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES 5 SOLE VOTING POWER

BENEFICIALLY -0-

OWNED BY EACH 6 SHARED VOTING POWER

REPORTING PERSON 1,062,300 (See Item 2)

WITH 7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

1,062,300 (See Item 2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,062,300 (See Item 2)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.83%

12 TYPE OF REPORTING PERSON (See Instructions)

00

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1 NAMES OF REPORTING PERSONS

Arthur Wrubel

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF SHARES 5 SOLE VOTING POWER

BENEFICIALLY -0-

OWNED BY EACH 6 SHARED VOTING POWER

REPORTING PERSON 1,062,300 (See Item 2)

WITH

7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

1,062,300 (See Item 2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,062,300 (See Item 2)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.83%

12 TYPE OF REPORTING PERSON (See Instructions)

IN

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1 NAMES OF REPORTING PERSONS

John Khoury

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Canada

NUMBER OF SHARES	5	SOLE VOTING POWER
BENEFICIALLY		-0-
OWNED BY EACH	6	SHARED VOTING POWER
REPORTING PERSON		1,062,300 (See Item 2)
WITH	7	SOLE DISPOSITIVE POWER
		-0-
	8	SHARED DISPOSITIVE POWER
		1,062,300 (See Item 2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,062,300 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.83%

12 TYPE OF REPORTING PERSON (See Instructions)

IN

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Item 1.

(a) Name of Issuer

The name of the issuer is Sun Communities, Inc.

(b) Address of Issuer's Principal Executive Offices

The Issuer's principal executive office is located at 2777 Franklin Road, Suite 200, Southfield, Michigan 48034

Item 2.

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Not applicable.

Item 4. Ownership

A. Wesley Capital Management, LLC(2)

- (a) Amount beneficially owned: 1,062,300
- (b) Percent of class: 5.83%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 1,062,300
 - (iii) Sole power to dispose or direct the disposition:
-0-
 - (iv) Shared power to dispose or direct the disposition:
1,062,300

B. Arthur Wrubel(2)

- (a) Amount beneficially owned: 1,062,300
- (b) Percent of class: 5.83%.
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 1,062,300
 - (iii) Sole power to dispose or direct the disposition: 0
 - (iv) Shared power to dispose or direct the disposition:
1,062,300

(2) See note 1.

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C. John Khoury(2)

- (a) Amount beneficially owned: 1,062,300
- (b) Percent of class: 5.83%.
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 1,062,300
 - (iii) Sole power to dispose or direct the disposition: 0

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(iv) Shared power to dispose or direct the disposition:
1,062,300

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof each of the Reporting Persons has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

See response to Item 4.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 2006

Wesley Capital Management, LLC

By: /s/ Arthur Wrubel

Name: Arthur Wrubel
Its: Managing Member

Wesley Capital Management, LLC

By: /s/ John Khoury

Name: John Khoury
Its: Managing Member

/s/ Arthur Wrubel

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Arthur Wrubel, individually

/s/ John Khoury

John Khoury, individually

Exhibit A

AGREEMENT REGARDING THE JOINT FILING OF SCHEDULE 13G

The undersigned hereby agree as follows:

(i) Each of them is individually eligible to use the Schedule 13G to which this Exhibit is attached, and such Schedule 13G is filed on behalf of each of them; and

(ii) Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

Date: February 13, 2005

Wesley Capital Management, LLC

By: /s/ Arthur Wrubel

Name: Arthur Wrubel
Its: Managing Member

Wesley Capital Management, LLC

By: /s/ John Khoury

Name: John Khoury
Its: Managing Member

/s/ Arthur Wrubel

Arthur Wrubel, individually

/s/ John Khoury

John Khoury, individually